

**NUMBER NINE WIND FARM
MDEP NRPA/SITE LOCATION OF DEVELOPMENT COMBINED APPLICATION**

Section 2.
Title, Right or Interest

SECTION 2. TITLE, RIGHT OR INTEREST

Number Nine Wind Farm LLC (Applicant) has entered into agreements with landowners or their authorized agents for all of the property comprising the Number Nine Wind Farm (Project) (Exhibit 2-A). The Project includes the following three components – the Turbine Area, the North Generator Lead Line (North Line), and the Bridal Path Generator Lead Line (Bridal Path Line):

(1) 24 parcels in T10 R3 WELS; East Township (also referred to as “E Township”); T9 R3 WELS; TD R2 WELS; T8 R3 WELS; and Saint Croix Township where the Turbine Area will be located. The Turbine Area includes turbines, electrical collector system, associated access roads, Operations and Maintenance (O&M) Building, collector substation, permanent meteorological towers and laydown areas. The Turbine Area also includes parcels in Bridgewater where improvements to associated access roads will be located (Exhibit 2-B).

(2) 26 parcels in TC R2 WELS; Hammond; Littleton; and Houlton where the North Line will be located (Exhibit 2-C). The North Line will also be located in T9 R3 WELS and T8 R3 WELS; with 3 parcels that are described in Exhibit 2-B because the parcels also include portions of the Turbine Area.

(3) 80 parcels in Houlton, Hodgdon; Linneus; TA R2 WELS; Forkstown Township; and Haynesville where the Bridal Path Line will be located. The Bridal Path Line is the southern portion of the Number Nine Generator Lead Line that will be located in an existing electric transmission easement commonly known as the “Bridal Path Transmission Corridor,” the development rights to which are utility-owned (Exhibit 2-D).

Exhibit 2-A includes a memorandum attesting to the Applicant’s title, right, or interest (TRI) to the parcels included in the Project.

Exhibits 2-B, 2-C, and 2-D each include 1) a table that describes the title, right, or interest for that portion of the Project;¹ 2) maps that depict the parcels within that portion of the Project; and 3) supporting documents that demonstrate the purchase and sale agreements, purchase options, licenses, leases, and recorded lease memorandums for that portion of the Project.

¹ Number: provides designation corresponding to the relevant supporting TRI document. Location: All of the project area is located in Aroostook County. For the unincorporated territories reference is to Township (“Twp” or “T”) and Range (“R”) WELS, in the case of incorporated territories reference is to the incorporated municipality. Tax Map, Plan, and Lot: provides reference to Maine Department of Revenue 2015 Tax Map Plan and Lot designations. Project Map: provides designation corresponding to the Project Location Maps with Parcels. Current Owner: provides the current owner for the parcel. TRI: provides the type of TRI.

**NUMBER NINE WIND FARM
MDEP NRPA/SITE LOCATION OF DEVELOPMENT COMBINED APPLICATION**

Section 2.
Title, Right or Interest

EXHIBIT 2-A MEMORANDUM OF TRI

Memorandum attesting to Applicant's title, right, or interest to the Project.

Scott L. Sells
sls@sellslawfirm.com

Tele: (207) 523-3477
Fax: (207) 773-8597

Memorandum of TRI – Title, Right or Interest for the Number Nine Project Area

Date: July 16, 2015

To: Number Nine LLC

From: Scott L. Sells, Esq.

***RE: Number Nine Wind Farm, MDEP NRPA/Site Location of Development Combined Application
Exhibit 2-A Memorandum of TRI - Title, Right or Interest for the Number Nine Project Area***

This Memorandum will confirm Number Nine LLC's ("Number Nine") title, right or interest ("TRI") in and to parcels of land Number Nine has leased or acquired in connection with the entire Number Nine LLC wind farm project area and is prepared consistent with the Site Location Law as set forth in 38 M.R.S.A. §§481 *et seq.*; the procedures and requirements established by the Maine Department of Environmental Protection ("MDEP") in Section 2 of the MDEP Site Location of Development Permit Application; Chapter 2, MDEP Rules Concerning the Processing of Applications and Other Administrative Matters Regulations for the Processing of Applications, 06-096 CMR 11(D); and Subchapter §372 Policies and Procedures and Procedures of the Site Location Law §9 of the MDEP regulations (collectively the "Site Law TRI Requirements").

For the purposes of this memorandum:

- (i) TRI as used in this Memorandum is applicable to the Project Area as set forth in the Site Law TRI Requirements.
- (ii) Reference is made to Number Nine's MDEP NRPA/Site Location of Development Combined Application, Section 2, "Title, Right or Interest" ("Application Section 2"), and Exhibits 2-B, 2-C and 2-D and the information and documents referenced therein "TRI Exhibits". The Project Area is specifically comprised of those land parcels set forth in the TRI Exhibits and located on and within the corresponding designated Maps, Plans and Lots; Project Areas and Project Map designations as set forth in Project Location maps with parcels included in TRI Exhibits 2-B-2; 2-C-2 and 2-D-2 (collectively the "Number Nine Project Area").
- (iii) Reference is made to certain designated Current Owners, as reflected in Title Commitments prepared by the Stewart Title Company; Title Opinions prepared by Penobscot Title; and Certificates of Title prepared by The Sells Law Firm, LLC (collective "Preparers"), and supporting title documentation for the Project Area that are based on a reasonable search of the instruments of record at the Aroostook County Registry of Deeds (Southern Division) by the Preparers (collectively the "Title Evidence").
- (iv) Reference is made to the Application Section 2, Exhibits 2-B-3, 2-C-3, and 2-D-3 ("Supporting Documents Turbine Area, Supporting Documents North Generator Lead Line; Supporting Documents Bridal Path Generator Lead Line respectively, and collectively referred to as the "Supporting Documents") and the leases, option agreements, licenses, easements, and other

agreements entered into between Number Nine and the Current Owners or their authorized agents and, as applicable, recorded at the Aroostook County Registry of Deeds Southern Division (collectively the "TRI Agreements").

Applicant's title, right and interest in and to the Project Area ("Applicant's TRI") is as set forth in the Application Section 2, and the TRI Exhibits and is cross referenced to the Title Evidence, TRI Agreements and Number Nine Project Area designated above. Accordingly, a summary of the Applicant's TRI in and to the Number Nine Project Area is as follows:

1. Applicant's purchase and purchase option agreements, pertaining to the Number Nine Project Area, as referenced in the Application Section 2, TRI Exhibits, contain terms to establish future title to the property upon exercise of the option and acquisition of title in fee to the Number Nine Project Area property by Number Nine.
2. Applicant's leases pertaining to the Number Nine Project Area, as referenced in the Application Section 2, TRI Exhibits, contain lease terms are no less than sixty (60) years in duration to permit construction and reasonable use by the Applicant of the property comprising the Number Nine Project Area.
3. Applicant's Transmission Corridor Rights Agreement as referenced in Application Section 2, Exhibit 2-D-3, contains terms with the Maine transmission and distribution utility owning certain development rights to the corridor to permit construction and reasonable use by the Applicant of the property comprising the Bridal Path Line within the Number Nine Project Area.
3. The Applicant is not exercising eminent domain power over any of the Number Nine Project Area property.

Based upon the foregoing review of the Title Evidence; Applicants TRI Documents and the Number Nine Project Area, the Applicant has sufficient title, right, or interest in all of the property which is proposed for development or use in connection with the Number Nine Project.

The Sells Law Firm LLC,



Scott L. Sells, Esq.,
The Sells Law Firm, LLC
477 Congress Street, 5th Floor
Portland, Maine 04101

**NUMBER NINE WIND FARM
MDEP NRPA/SITE LOCATION OF DEVELOPMENT COMBINED APPLICATION**

Section 2.
Title, Right or Interest

EXHIBIT 2-B TURBINE AREA TRI

1 - Table of TRI – Turbine Area

2 - Project Location Map with Parcels – Turbine Area (Maps 1-4)

3 - Supporting Documents – Turbine Area

**NUMBER NINE WIND FARM
MDEP NRPA/SITE LOCATION OF DEVELOPMENT COMBINED APPLICATION**

Section 2.
Title, Right or Interest

EXHIBIT 2-C NORTH GENERATOR LEAD LINE TRI

- 1 – Table of TRI – North Generator Lead Line
- 2 - Project Location Map with Parcels – North Generator Lead Line (Maps 1-3)
- 3 - Supporting Documents – North Generator Lead Line

**NUMBER NINE WIND FARM
MDEP NRPA/SITE LOCATION OF DEVELOPMENT COMBINED APPLICATION**

Section 2.
Title, Right or Interest

EXHIBIT 2-D BRIDAL PATH GENERATOR LEAD LINE TRI

- 1 – Table of TRI – Bridal Path Generator Lead Line
- 2 - Project Location Map with Parcels – Bridal Path Generator Lead Line (Maps 1-5)
- 3 - Supporting Documents – Bridal Path Generator Lead Line